

Exhibit A – Proposed Order

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS**

**CHARITABLE DAF FUND, L.P.,
and CLO HOLDCO, LTD.,
directly and derivatively,**

PLAINTIFFS,

V.

**HIGHLAND CAPITAL MANAGEMENT,
L.P., HIGHLAND HCF ADVISOR, LTD.,
and HIGHLAND CLO FUNDING, LTD.,
Nominally,**

DEFENDANTS.

Case No. 3:21-cv-00842-b

ORDER GRANTING
HIGHLAND CLO FUNDING, LTD.’S MOTION TO DISMISS

Before the Court is nominal defendant Highland CLO Funding, Ltd. (“HCLOF”)’s motion to dismiss the complaint of plaintiffs Charitable DAF Fund, L.P. (“DAF”) and CLO Holdco, Ltd. (“CLO Holdco,” and with DAF, “Plaintiffs”) [ECF No. 1] (the “Complaint”) as against HCLOF, [Docket No. ____] (the “Motion”). The Court has considered the Motion, HCLOF’s Brief in Support of Motion to Dismiss and Joinder in Motion to Dismiss of Highland Capital Management, L.P. (the “Brief”) and (c) the Appendix in Support of HCLOF’s motion to Dismiss (the “Appendix”).¹ This Court having subject matter jurisdiction under 28 U.S.C. § 1331, and having found that venue is proper pursuant to 28 U.S.C. § 1391; and having found that the Complaint should be dismissed as against HCLOF; it is hereby ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Complaint is dismissed in its entirety against HCLOF.

¹ Capitalized terms not otherwise defined have the meanings ascribed to them in the Brief.

So ordered this _____ day of _____, 2021.

The Honorable Jane J. Boyle
United States District Judge